

EXHIBIT B

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LEGAL

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September 25, 2014

VIA USPS FIRST-CLASS MAIL

Primerica, Inc.
Attn: Carla Battington, Legal Dept.
1 Primerica Parkway
Duluth, GA 30099

In re: Smith Barney Fund Transfer Agent Litigation
05 Civ. 7583 (WHP)

Dear Ms. Battington:

We are one of the Class Counsel in the above matter, a class action which has been settled subject to Court approval. The settlement involves a recovery of \$4.95 million for a class of persons who bought one or more of seventeen Smith Barney mutual funds during a relevant period. We understand that during the past year you have received a copy of Notice of (I) Pendency of Class Action; (II) Proposed Settlement and Plan of Allocation; (III) Settlement Fairness Hearing; and (IV) Motion For an Award of Attorneys' Fees and Reimbursement of Litigation Expenses (the "Notice"), based upon possibly having held securities on behalf of potential class member. The first page of the Notice identifies the name of each of the mutual funds eligible and the relevant time period in terms of eligibility ("Relevant Period") to submit a claim to share in the settlement.

Although you may have provided names and addresses to the claims administrator RG/2or requested copies of the Notice for purposes of providing Notice directly to beneficial holders, as requested in the Notice, as the claims process has proceeded, it has become apparent to us that many persons who are otherwise eligible to file a claim have not done so or have not submitted a complete claim due to the age of the case, many eligible class members no longer have the necessary records to adequately document a valid claim. As a result, *we are asking you to check your records for documentation or transactional history that could establish the purchase, holding or sale of any of the seventeen eligible funds during the relevant time period by any of the beneficial holders in your records.* We will be able to reimburse you for reasonable actual out of pocket costs incurred in providing the relevant material. If you need to

September 25, 2014

Page 2

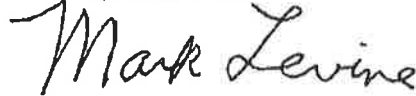
receive a subpoena or court order in order to provide this material because of privacy concerns or for any other reasons that can be provided as well.

We ask that you contact Ms. Melissa Baldwin of RG/2 Claims Administration toll free at (866) 742-4955 to inform her whether or not you have access to any purchase, holding of sale documentation for any of the seventeen relevant funds during the "Relevant Period", to discuss the costs, if any involved in providing such documentation, and whether you will need a subpoena or court order in order to provide such information. You may contact Ms. Baldwin, or me, with any questions you may have.

We invite you to review the enclosed notice for additional information about this case.

Thank you for your cooperation.

Very truly yours,

A handwritten signature in black ink that reads "Mark Levine". The signature is written in a cursive, flowing style.

Mark Levine

Encl.

cc: Richard Acocelli

Melissa Baldwin

William W. Wickersham, III

PRIMERICA, INC.
ATTN: CARLA BATTIGNON
LEGAL DEPARTMENT
1 PRIMERICA PARKWAY
DULUTH, GA 30099

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